

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
EASTERN DIVISION

Rutherford Enterprises, Inc.

Case No. 2:14-cv-00019

Plaintiff

Judge Algenon Marbley

v.

Magistrate Judge Elizabeth Deavers

Zettler Hardware, et. al.,

Defendants.

DECLARATION OF GREGORY P. BARWELL

I, Gregory P. Barwell, hereby declare as follows:

1. I am an attorney duly licensed to practice in the courts of the State of Ohio and in the Southern District of Ohio and I am a partner with Wesp Barwell LLC, attorneys for the Defendants Luke Stratton, Peter Michailidis, Alex Rouse, Nicholas Zettler and Zettler Hardware. As such I make this Declaration in support of Defendants Motion for Attorney Fees.
2. I concentrate in commercial litigation, including litigation involving trade secrets, contract disputes, trademark matters, non-competes and member and shareholder disputes. I have been practicing law since 1999.
3. Quinn Schmiege is an associate of Wesp Barwell. Ms. Schmiege has been practicing for over six years and has handled cases involving commercial matters, contract disputes, lease disagreements, employment discrimination, personal injury and constitutional matters.
4. The document attached to this declaration represents the contemporaneous time records related to the categories of fees awarded by this Court, which has been maintained by lawyers, paralegals and law clerks in my firm, including descriptions of the work that they performed,

along with the costs incurred on behalf of the Defendants in this action. All of the time and expense charges were included in invoices that were sent to the Defendants, and they have all been paid. Time entries have been redacted in order to exclude reference to fees and expenses for which no compensation is sought.

I declare under penalty of perjury that the foregoing is true and correct.



Gregory P. Barwell

Executed on October 11, 2016.

Wesp Barwell LLC
 Attorneys at Law
 100 E Broad Street
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 Columbus, Ohio 43215
 T+F: 614-456-0488

Luke Stratton
 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

02/28/2014
 Account No: EJSLGN-01M
 Statement No: 5951

Legal Advice

Fees

			Hours
02/19/2014	GPB	Research fraudulent misrepresentation, merger doctrine and economic rule. Draft Rule 11-21 day safe harbor letter to Joe Bahgat discussing issues related to the case and request dismissal.	1.90
02/20/2014	QS	Research piercing the corporate veil.	1.00
02/21/2014	QS	Put research together and transmit to Attorney Barwell.	1.00
02/24/2014	QS	Draft notice of substitution of counsel.	0.70
	GPB	Review Joe Baghat's letter and draft response. Draft Notice of Related Case, Notice of Substitution of Counsel	2.20
02/25/2014	GPB	Draft Motion for status conference for extension of time to plead for Stratton, Rouse and Michalidis because Plaintiff will not dismiss fraud claim. For Current Services Rendered	0.90 7.70 1,747.50

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Quinn Schmiege	2.70	\$175.00	\$472.50
Gregory P. Barwell	5.00	255.00	1,275.00

Total Current Work 1,747.50

Balance Due \$1,747.50

TOTAL BALANCE DUE \$1,747.50

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 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

03/31/2014
 Account No: EJSLGN-01M
 Statement No: 6009

Legal Advice

Fees

			Hours	
03/02/2014	GPB	Review, sign, scan and send waivers of service for Luke Stratton, Alex Rouse and Peter Michailidis.	0.40	
		For Current Services Rendered	0.40	102.00

Recapitulation

Timekeeper	Hours	Rate	Total
Gregory P. Barwell	0.40	\$255.00	\$102.00

Expenses

03/18/2014	Lexis Nexis research cost.	39.67
	Total Expenses	39.67
	Total Current Work	141.67
	Balance Due	<u>\$141.67</u>
	TOTAL BALANCE DUE	<u>\$141.67</u>

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Luke Stratton
 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

04/30/2014
 Account No: EJSLGN-01M
 Statement No: 6279

Legal Advice

Fees

			Hours
04/22/2014	GPB	Begin drafting Answer for Luke Stratton, Nicholas Zettler, Alex Rouse, Zettler Hardware and Peter Michalidis	1.00
04/23/2014	GPB	Finish drafting Answer to Complaint and forward to Kendra for review. For Current Services Rendered	1.50 2.50 637.50

Recapitulation

Timekeeper	Hours	Rate	Total
Gregory P. Barwell	2.50	\$255.00	\$637.50
Total Current Work			637.50
Balance Due			<u>\$637.50</u>
TOTAL BALANCE DUE			<u>\$637.50</u>

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Luke Stratton
 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

06/30/2014
 Account No: EJSLGN-01M
 Statement No: 6387

Legal Advice

Fees

			Hours
06/04/2014	GPB	Conference call with Rutherford attorney Joe Bahgat to draft 26(f) report per court order and rule. Draft 269f) report and send to Joe Bahgat for approval and filing.	1.10
06/11/2014	GPB	Prepare and attend 26(f) conference.	1.00
	JM	Court appearance: preliminary pretrial conference with magistrate.	1.50
		For Current Services Rendered	3.60
			918.00

Recapitulation

Timekeeper	Hours	Rate	Total
Jud Mauger	1.50	\$255.00	\$382.50
Gregory P. Barwell	2.10	255.00	535.50

Expenses

06/09/2014	Lexis nексis research cost.	19.84
	Total Expenses	19.84
	Total Current Work	937.84
	Balance Due	\$937.84
	TOTAL BALANCE DUE	\$937.84

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Luke Stratton
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 Alex Rouse
 Nicholas Zettler

07/31/2014
 Account No: EJSLGN-01M
 Statement No: 6446

Legal Advice

Fees

		Hours
07/02/2014	JM Attention to drafting and serving initial disclosures, including reading deposition transcripts. Review and bates stamp documents for disclosures. Interoffice conference Mr. Barwell. Review correspondence from opposing counsel.	2.50
	For Current Services Rendered	<u>2.50</u>
		<u>637.50</u>

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Jud Mauger	2.50	\$255.00	\$637.50

Total Current Work	637.50
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Balance Due	<u>\$637.50</u>
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TOTAL BALANCE DUE	<u>\$637.50</u>
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 Alex Rouse
 Nicholas Zettler

08/31/2014
 Account No: EJSLGN-01M
 Statement No: 6509

Legal Advice

Fees

			Hours
08/21/2014	GPB	Begin drafting statement of facts, opening and law on Motion for Summary Judgment for Alex Rouse, Luke Stratton, Nicholas Zettler, Zettler Hardware and Peter Michailidis.	4.20
08/22/2014	EJW	Initial review of fact memo from Greg Barwell and Complaint. Analysis of Motion for Summary Judgment issues as to fraud claim; analysis of pleading sufficiency of fraud claim under Iqbal et al.	0.90
08/26/2014	EJW	Review of factual background in connection with preparation of fraud portion of Motion for Summary Judgment.	0.40
	EJW	Review of case authorities re: fraud pleading and substantive fraud allegations.	2.50
	QS	Research merger doctrine.	2.00
	GPB	Research case law on statute of limitations for fraud.	2.50
08/27/2014	EJW	Initial preparation of draft segment of Motion for Summary Judgment. Review of case authorities re: justifiable reliance and independent duty fraud.	3.90
	EJW	E-mail correspondence with Greg Barwell re: spoliation, contractual disclaimer of warranty and contractual limitation of remedies; and potential anticipatory repudiation.	0.50
	QS	Discuss with Attorneys Wesp and Barwell. Research anticipatory repudiation law. Research evidence spoliation.	2.50
	GPB	Continue drafting Motion for summary judgment. Conference with Joel to discuss elements of fraud, anticipatory repudiation, and contract remedies and dismissal.	3.20
08/28/2014	EJW	Further preparation of draft Motion for Summary Judgment fraud section.	3.10
	EJW	Review of case authorities re: fraud in the inducement exception to the parol evidence rule, and economic loss doctrine.	1.10
	QS	Continue evidence spoliation research.	2.00
	GPB	Continue drafting MSJ	3.40
08/29/2014	EJW	Further review of case authorities re: fraud in the inducement vs. integration clause and parol evidence rule in connection with preparation of segment of Motion for Summary Judgment.	1.40

Luke Stratton

08/31/2014

Account No: EJSLGN-01M

Statement No: 6509

Legal Advice

			Hours
	QS	Continue researching and drafting for Motion for Summary Judgment.	1.50
	GPB	Finalize MSJ and send to Joel and Quinn for final review and input of sections.	2.50
08/30/2014	EJW	Further preparation of fraud segment of Motion for Summary Judgment.	1.30
	QS	Continue drafting.	2.00
08/31/2014	EJW	Final preparation of draft fraud segment of Motion for Summary Judgment. Review of spoliation and economic damages cases.	2.20
	QS	Review drafts of Motion for Summary Judgment.	1.00
		For Current Services Rendered	44.20
			10,391.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
E. Joel Wesp	17.40	\$255.00	\$4,437.00
Quinn Schmiege	11.00	175.00	1,925.00
Gregory P. Barwell	15.80	255.00	4,029.00

Expenses

08/26/2014	Maile Kimura transcript	325.60
	Total Expenses	325.60
	Total Current Work	10,716.60
	Balance Due	<u>\$10,716.60</u>
	TOTAL BALANCE DUE	<u>\$10,716.60</u>

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Luke Stratton
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09/30/2014
 Account No: EJSLGN-01M
 Statement No: 6563

Legal Advice

Fees

			Hours
09/01/2014	EJW	Review and revise initial segment on statute of limitations.	
	EJW	Review of case authorities re: individual non-liability for breach of contract by corporation.	
	QS	Review and edit Motion for Summary Judgment.	2.00
09/02/2014	QS	Draft and add table of contents and table of authorities. Prep and finalize for filing. File Motion for Summary Judgment and exhibits.	3.00
09/29/2014	GPB	Review Reply to Motion for Summary Judgment and forward to Alex Rouse, Luke Stratton, Nicholas Zettler, Zettler Hardware and Peter Michailidis.	1.00
	QS	Review filing. Discuss same with Barwell.	2.20
		For Current Services Rendered	8.20
			1,515.00

Recapitulation

Timekeeper	Hours	Rate	Total
Quinn Schmiege	7.20	\$175.00	\$1,260.00
Gregory P. Barwell	1.00	255.00	255.00

09/30/2014	GPB	Credit for payment from client.	-2,679.15
	GPB	Credit for payment.	-52.65
		Total Credits for Fees	-2,731.80

Expenses

09/30/2014	Lexis nексis research.	709.25
	Total Expenses	709.25
	Total Current Work	-507.55
	Previous Balance	\$9,345.74

Payments

09/22/2014	Fee Payment from Rouse	-2,222.25
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Luke Stratton

09/30/2014

Account No: EJSLGN-01M

Statement No: 6563

Legal Advice

09/22/2014	Fee Payment from Michiliadis	<u>-2,222.25</u>
	Total Payments	<u>-4,444.50</u>
	Balance Due	<u>\$4,393.69</u>
	TOTAL BALANCE DUE	<u>\$4,393.69</u>

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Luke Stratton
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 Nicholas Zettler

10/31/2014
 Account No: EJSLGN-01M
 Statement No: 6607

Legal Advice

Fees

			Hours
10/03/2014	QS	Discuss response with team.	1.00
	EJW	Conference with Greg Barwell and Quinn Schmieg re: issues for Reply Brief in Support of Motion for Summary Judgment. Review of parol evidence section in Plaintiff's Memorandum Contra.	0.60
10/06/2014	EJW	Further review of Plaintiff's Memorandum Contra Motion for Summary Judgment in connection with preparation of parol evidence rule portion of reply brief. Preparation of e-mail correspondence to Greg Barwell re: parol evidence issue.	0.80
	GPB	Review motion for summary judgment.	0.80
10/08/2014	EJW	Telephone conference with Greg Barwell re: issues for Reply Brief in support of Motion for Summary Judgment. Preparation of parol evidence section of Reply Brief.	1.10
	GPB	Begin drafting reply on motion for summary judgment.	2.20
10/09/2014	QS	Review reply.	1.00
	GPB	Finalize Draft reply on motion for summary judgment, circulate for review.	4.10
10/10/2014	EJW	Review and revise Reply Brief in Support of Motion for Summary Judgment. E-mail correspondence to Greg Barwell and Quinn Schmieg re: same.	2.60
	GPB	Draft Final Draft reply on motion for summary judgment. Prepare table and file with the court.	3.50
10/23/2014	GPB	Research order from the Court and send to Joe Bahgat and inquire about settlement week in 2015. Also request dates for depositions.	0.30
		For Current Services Rendered	18.00
			4,430.00

Recapitulation

Timekeeper	Hours	Rate	Total
E. Joel Wesp	5.10	\$255.00	\$1,300.50
Quinn Schmieg	2.00	175.00	350.00
Gregory P. Barwell	10.90	255.00	2,779.50

Luke Stratton

10/31/2014

Account No: EJSLGN-01M

Legal Advice

Statement No: 6607

			Hours
10/30/2014	GPB	Credit for payment from Peter Michailidis.	-365.58
	GPB	Credit for payment from client Luke Stratton.	-365.58
		Total Credits for Fees	<u>-731.16</u>
		<u>Expenses</u>	
10/30/2014		Credit for payment from Peter Michailidis.	-177.28
10/30/2014		Credit for payment from Luke Stratton.	-117.28
			<u>-294.56</u>
		Total Current Work	3,404.28
		Previous Balance	\$4,393.69
		Balance Due	<u>\$7,797.97</u>
		TOTAL BALANCE DUE	<u>\$7,797.97</u>

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 Peter Michailidis
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 Nicholas Zettler

11/30/2014
 Account No: EJSLGN-01M
 Statement No: 6656

Legal Advice

Fees

			Hours	
11/14/2014	QS	Review and discuss court's decision with Attorney Barwell.	1.50	
11/24/2014	GPB	[REDACTED]	0.00	
		For Current Services Rendered	2.10	415.50

Recapitulation

Timekeeper	Hours	Rate	Total
Quinn Schmiege	1.50	\$175.00	\$262.50
Gregory P. Barwell	0.60	255.00	153.00

11/10/2014	GPB	Credit for payment from Michailidis.	-1,107.50
	GPB	Credit for payment from Stratton.	-1,107.50
11/20/2014	GPB	Credit for payment from Rouse.	-1,473.08
11/30/2014	GPB	Credit for payment from Zettler.	-3,695.33
		Total Credits for Fees	-7,383.41

Expenses

11/20/2014	Credit for payment from Rouse.	-177.28
11/30/2014	Credit for payment from Zettler.	-177.28
11/30/2014	Credit for payment from Stratton.	-60.00
		-414.56
	Total Current Work	-7,382.47
	Previous Balance	\$7,797.97
	Balance Due	<u>\$415.50</u>

Luke Stratton

11/30/2014

Account No: EJSLGN-01M

Legal Advice

Statement No: 6656

TOTAL BALANCE DUE

\$415.50

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Luke Stratton
 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

12/31/2014
 Account No: EJSLGN-01M
 Statement No: 6711

Legal Advice

Fees

			Hours
12/05/2014	GPB	Email to Judge Frost's secretary confirming willingness to mediate the case.	0.30
	GPB	Review of Judge Frost request for mediation and draft and send response.	0.20
12/07/2014	GPB	Call with Attorney Joe Bahgat regarding case and settlement or dismissal.	0.90
		For Current Services Rendered	1.40
			357.00

Recapitulation

Timekeeper	Hours	Rate	Total
Gregory P. Barwell	1.40	\$255.00	\$357.00

Expenses

12/01/2014	Lexis nексis research cost.	387.13
	Total Expenses	387.13
	Total Current Work	744.13
	Previous Balance	\$415.50
	Balance Due	\$1,159.63
	TOTAL BALANCE DUE	\$1,159.63

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Luke Stratton
 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

01/31/2015
 Account No: EJSLGN-01M
 Statement No: 6766

Legal Advice

Fees

			Hours	
01/16/2015	QS	Discuss case status and mediation with Attny Barwell.	0.30	
	GPB	Attend mediation in judge frost chambers.	1.30	
01/19/2015	GPB	Email all parties regarding next mediation date of January 26, 2015.	0.20	
01/27/2015	GPB	Attend mediation in judge frost chambers. For Current Services Rendered	2.00	
			3.80	945.00

Recapitulation

Timekeeper	Hours	Rate	Total
Quinn Schmiege	0.30	\$175.00	\$52.50
Gregory P. Barwell	3.50	255.00	892.50

Total Current Work	945.00
Previous Balance	\$1,159.63
Balance Due	<u>\$2,104.63</u>
TOTAL BALANCE DUE	<u>\$2,104.63</u>

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Luke Stratton
 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

02/28/2015
 Account No: EJSLGN-01M
 Statement No: 6830

Legal Advice

Fees

			Hours	
02/05/2015	GPB	[REDACTED]	0.10	
02/09/2015	GPB	Review Peter's Interrogatories and participate in call with Peter. For Current Services Rendered	0.50	
			0.90	229.50

Recapitulation

Timekeeper	Hours	Rate	Total
Gregory P. Barwell	0.90	\$255.00	\$229.50
Total Current Work			229.50
Previous Balance			\$2,104.63
Balance Due			<u>\$2,334.13</u>
TOTAL BALANCE DUE			<u>\$2,334.13</u>

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Luke Stratton
 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

03/31/2015
 Account No: EJSLGN-01M
 Statement No: 6876

Legal Advice

Fees

			Hours
03/20/2015	GPB	Draft responses to Interrogatories for Alex, Peter and Nick.	2.50
03/23/2015	GPB	Review Interrogatories and send to attorney Joe Bahgat.	1.00
	GPB	Draft responses to interrogatories for Luke.	1.00
03/27/2015	QS	Draft discovery.	1.50
	GPB	Finalize Luke's ROGS and draft and send email to Joe Bahgat.	
		Begin drafting Rule 11 motion for attorney fees and costs.	2.50
03/30/2015	QS	Continue to work on discovery and research liability issues with breach of contract and breach of warranty.	5.00
03/31/2015	QS	Finalize draft discovery and transmit to Attorney Barwell.	0.30
		For Current Services Rendered	13.80
			2,975.00

Recapitulation			
Timekeeper	Hours	Rate	Total
Quinn Schmiege	6.80	\$175.00	\$1,190.00
Gregory P. Barwell	7.00	255.00	1,785.00

Expenses

03/12/2015	Lexis nексis research cost.	63.91
	Total Expenses	63.91
	Total Current Work	3,038.91
	Previous Balance	\$2,334.13
	Balance Due	<u>\$5,373.04</u>

Luke Stratton

03/31/2015

Account No: EJSLGN-01M

Statement No: 6876

Legal Advice

TOTAL BALANCE DUE

\$5,373.04

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 Nicholas Zettler

05/31/2015
 Account No: EJSLGN-01M
 Statement No: 7123

Legal Advice

Fees

			Hours
05/07/2015	GPB	Review Interrogatories and Document Requests for Rutherford and send to Joe Bahgat. [REDACTED]	1/0 1.20
05/18/2015	GPB	Begin drafting Rule 11 Motion for failure to dismiss fraud case against individual defendants.	1.20
05/20/2015	GPB	Continue drafting Rule 11 Motion for failure to dismiss fraud case against individual defendants.	2.40
05/27/2015	QS	Review filing, discuss hearing with Attorney Barwell and next steps.	1.00
05/28/2015	QS	Discuss case strategy and discovery with Attorney Barwell. Begin drafting discovery.	4.50
05/29/2015	QS	Continue drafting discovery. Transmit to Attorney Barwell for review. For Current Services Rendered	2.00 12.50 2,587.50

Recapitulation

Timekeeper	Hours	Rate	Total
Quinn Schmiege	7.50	\$175.00	\$1,312.50
Gregory P. Barwell	5.00	255.00	1,275.00

05/21/2015	GPB	Credit Payment to Client	-1,230.50
	GPB	Credit payment from client.	-116.75
		Total Credits for Fees	-1,347.25
		Total Current Work	1,240.25
		Previous Balance	\$5,389.01

Payments

05/21/2015	Fee Payment / Alex Rouse	-1,230.50
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Luke Stratton

05/31/2015

Account No: EJSLGN-01M

Legal Advice

Statement No: 7123

05/21/2015	Cost Payment /Alex Rouse	-116.75
	Total Payments	<u>-1,347.25</u>
	Balance Due	<u>\$5,282.01</u>
	TOTAL BALANCE DUE	<u>\$5,282.01</u>

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06/30/2015
 Account No: EJSLGN-01M
 Statement No: 7271

Legal Advice

Fees

			Hours
06/01/2015	QS	Discuss case strategy with Attorney Barwell moving forward. Review Rule 11 motion and second letter.	
	GPB	Finish drafting Rule 11 Motion for failure to dismiss fraud case against individual defendants.	2.20
		Research breach of contract, breach of warranty and whether individuals can be held liable.	
		Draft 2nd Rule 11 letter demanding dismissal of remaining claims against defendants	1.20
06/02/2015	JM	Review and comment on motion for sanctions and new 21 day letter.	
	GPB	Draft changes to second Rule 11 letter. [REDACTED]	1.00
		Reply to Joe Bahgal's email regarding depositions.	1.00
06/03/2015	QS	Final review of motion.	1.00
06/04/2015	QS	Finalize and file motion for Rule 11. Research rule 26, review answers.	
	GPB	Discuss options with Attorney Barwell. Research Rule 12.	
	GPB	Complete Rule 11 Motion for failure to dismiss fraud case against individual defendants. [REDACTED]	4.10
06/10/2015	QS	Discuss case and strategy with Attorney Barwell.	
	GPB	Draft Memorandum in Opposition to Plaintiff's Motion to Enter Default and Motion to Pierce Corporate Veil.	3.20
06/11/2015	GPB	Continue Drafting Memorandum in Opposition to Plaintiff's Motion to Enter Default and Motion to Pierce Corporate Veil.	2.20
06/13/2015	GPB	Finish drafting Memorandum in Opposition to Plaintiff's Motion for Default.	1.10
06/15/2015	QS	Review memo.	0.70
06/16/2015	QS	Continue to review and revise memo.	1.10

1.30

1.00

Luke Stratton

06/30/2015

Account No: EJSLGN-01M

Legal Advice

Statement No: 7271

			Hours
06/17/2015	JM	Review motion of plaintiff for default judgment and Greg's response and provide comments.	0.50
06/18/2015	QS	Finalize and file response in opposition.	0.30
06/25/2015	QS	Discuss hearing with Attorney Barwell. Research damages and lost profit analysis.	1.00
06/26/2015	QS	Draft memo on lost profits, transmit to Attorney Barwell.	2.50
06/30/2015	QS	Discuss hearing with Attorney Barwell and prep for hearing.	1.70
	GPB	Prepare for damages hearing in front of Judge Frost.	3.30
For Current Services Rendered			31.30
			6,693.50

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Jud Mauger	1.50	\$255.00	\$382.50
Quinn Schmiege	16.10	175.00	2,817.50
Gregory P. Barwell	13.70	255.00	3,493.50

06/09/2015	GPB	Discount for Credit Card Payment/Michaillidis	-69.94
Total Credits for Fees			-69.94

Total Current Work			6,623.56
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Previous Balance			\$5,282.01
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Payments

06/09/2015	Fee Payment /Michaillidis	-1,160.56	
06/09/2015	Fee Payment /Michaillidis	-646.87	
06/09/2015	Cost Payment /Michaillidis	-116.75	
Total Payments			-1,924.18

Balance Due			\$9,981.39
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TOTAL BALANCE DUE			\$9,981.39
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 Attorneys at Law
 100 E Broad Street
 Suite 2350
 Columbus, Ohio 43215
 T+F: 614-456-0488

Luke Stratton
 Peter Michailidis
 Alex Rouse
 Nicholas Zettler

07/31/2015
 Account No: EJSLGN-01M
 Statement No: 7311

Legal Advice

Fees

			Hours
07/01/2015	QS	Prepare for hearing, travel to hearing, participate in hearing, discuss hearing with Attorneys Barwell and Mauger. Research piercing the corporate veil.	
	GPB	Attend damages hearing on Substruct matter in front of Judge Frost.	6.00
			2.00
07/02/2015	QS	Attend and participate in Caplan deposition.	4.40
	GPB	Prepare and take Terry Caplans deposition.	4.50
07/03/2015	GPB	Call to Substructs Accountant Jim Kvensinger left message. For Current Services Rendered	0.20
			17.10
			3,528.50

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Quinn Schmiege	10.40	\$175.00	\$1,820.00
Gregory P. Barwell	6.70	255.00	1,708.50

Total Current Work	3,528.50
Previous Balance	\$9,981.39
Balance Due	<u>\$13,509.89</u>
TOTAL BALANCE DUE	<u>\$13,509.89</u>

Wesp Barwell LLC
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Luke Stratton
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09/30/2015
 Account No: EJSLGN-01M
 Statement No: 7470

Legal Advice

Fees

			Hours
09/01/2015	GPB	Email to Substruct team to determine dates for depositions. Email Joe updates.	0.30
09/15/2015	QS	Discuss depositions with Attorney Barwell. Review emails.	1.00
09/21/2015	QS	Attend and participate in defending Peter Michailidis deposition.	4.00
	GPB	Deposition of Peter M. via video.	4.10
09/24/2015	QS	[REDACTED]	0.80
09/25/2015	GPB	Defend deposition of Luke Stratton. For Current Services Rendered	3.10
			12.80
			2,840.00

Recapitulation

Timekeeper	Hours	Rate	Total
Quinn Schmiege	5.30	\$175.00	\$927.50
Gregory P. Barwell	7.50	255.00	1,912.50

Expenses

09/16/2015	Stratton/cost payment/August	-8.41
		-8.41
	Total Current Work	2,831.59
	Previous Balance	\$10,341.17

Payments

09/16/2015	Fee Payment / Rouse	-3,202.37
09/16/2015	Cost Payment /Rouse	-8.41
	Total Payments	-3,210.78

Luke Stratton

09/30/2015

Account No: EJSLGN-01M

Legal Advice

Statement No: 7470

Balance Due	<u>\$9,961.98</u>
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TOTAL BALANCE DUE	<u>\$9,961.98</u>
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10/31/2015
 Account No: EJSLGN-01M
 Statement No: 7505

Legal Advice

Fees

			Hours
10/02/2015	QS	Bates stamp documents and sent to Attorney Barwell. Send documents to opposing counsel. Review rules and Court's order.	2.40
10/07/2015	QS	Phone call regarding deposition transcripts. Send follow up email.	0.20
10/08/2015	QS	Phone call with Attorney Barwell regarding opposing counsel email. Draft email to opposing counsel regarding discovery requests.	0.70
10/14/2015	QS	Review Judge Frost's decision and research law discussed with Attorney Barwell.	1.00
10/15/2015	QS	Continue to review Frost's decision. Review Ohio revised code.	2.00
10/16/2015	QS	Review case law cited by Frost in partial summary judgment decision.	3.30
10/20/2015	GPB	Letter and Email to Joe regarding discovery issues and that he is beyond the courts time limit.	0.50
10/21/2015	QS	Discuss case strategy with Attorney Barwell. Review letter. Review discovery responses.	1.30
	GPB	Draft and respond to Plaintiff's second request for documents.	1.30
10/27/2015	QS	Review and research savings statute and statute of limitations for Motion for Summary Judgment.	1.00
	GPB	Begin researching and drafting Motion for Summary Judgment on final claims.	3.40
10/28/2015	QS	Begin drafting savings statute portion of Motion for Summary Judgment.	2.50
	GPB	Continue drafting motion for summary judgment.	3.00
10/29/2015	QS	Continue to work on Motion for Summary Judgment.	4.00
	GPB	Continue drafting motion for summary judgment.	3.00
10/30/2015	QS	Continue to work on Motion for Summary Judgment.	0.70
	GPB	Read Terry Caplan, Peter Michailidis, Luke Stratton and Nicholas Zettler depositions.	4.40

Luke Stratton

10/31/2015

Account No: EJSLGN-01M

Statement No: 7505

Legal Advice

	Hours
	34.70
	7,320.50

For Current Services Rendered

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Quinn Schmieg	19.10	\$175.00	\$3,342.50
Gregory P. Barwell	15.60	255.00	3,978.00

10/14/2015	EJW Credit payment/Stratton/September	-710.00
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10/20/2015	EJW Square Payment Fee	-114.74
	Total Credits for Fees	-824.74

Expenses

10/21/2015	Armstrong & Okey Court Reporters	438.00
	Total Expenses	438.00

Total Current Work	6,933.76
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Previous Balance	\$9,961.98
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Payments

10/14/2015	Fee Payment/Zettler	-4,432.58
10/14/2015	Cost Payment/Zettler	-28.68

10/16/2015	Fee Payment	-3,150.77
10/16/2015	Cost Payment	-8.41

Total Payments	-7,620.44
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Balance Due	\$9,275.30
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TOTAL BALANCE DUE	\$9,275.30
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Luke Stratton
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11/30/2015
 Account No: EJSLGN-01M
 Statement No: 7607

Legal Advice

Fees

			Hours
11/04/2015	QS	Discuss Motion for Summary Judgment with Attorney Barwell. Begin drafting dominant control portion of Motion for Summary Judgment.	3.70
11/05/2015	QS	Research court rules.	1.00
	GPB	Continue drafting motion for summary judgment.	2.50
11/06/2015	QS	Review and revise Motion for Summary Judgment.	4.00
11/07/2015	QS	Review Attorney Wesp comments and revisions on Motion for Summary Judgment.	0.50
	EJW	Review and revise Motion for Summary Judgment.	0.60
11/09/2015	QS	Discuss Motion for Summary Judgment with Attorney Barwell and Attorney Wesp. Email errata. Review unjust enrichment. Discuss with Attorney Barwell and Mauger. Draft unjust enrichment portion. Draft notices of filing depositions. Review docket for other depositions.	4.20
	JM	Review, comment and redline Motion for Summary Judgment.	3.00
	GPB	Continue drafting motion for summary judgment.	3.00
	EJW	Review and revise Motion for Summary Judgment.	1.10
11/10/2015	QS	Prepare notices of filing depositions. Research Belvedere and failure to assert piercing the corporate veil. Make changes, revise, review Motion for Summary Judgment. Draft and file notice of filing depositions, file depositions. Research document numbers. Shepardize cases. Finalize and file Motion for Summary Judgment.	9.50
	GPB	Finish drafting motion for summary judgment.	5.50
11/11/2015	QS	Review and file Michailidis errata and certification.	0.50

Luke Stratton

11/30/2015

Account No: EJSLGN-01M

Statement No: 7607

Legal Advice

	Hours
For Current Services Rendered	39.10
	<u>8,098.50</u>

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
E. Joel Wesp	1.70	\$255.00	\$433.50
Jud Mauger	3.00	255.00	765.00
Quinn Schmiege	23.40	175.00	4,095.00
Gregory P. Barwell	11.00	255.00	2,805.00

11/10/2015	GPB	Credit Payment/Stratton/October	-1,830.13
		Total Credits for Fees	<u>-1,830.13</u>

Expenses

11/06/2015	LexisNexis research cost.	340.38
11/10/2015	Pacer Costs	<u>2.40</u>
	Total Expenses	342.78

11/10/2015	Credit Payment/ Stratton/October	-109.50
		<u>-109.50</u>

Total Current Work	6,501.65
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Previous Balance	\$9,275.30
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Balance Due	<u>\$15,776.95</u>
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TOTAL BALANCE DUE	<u>\$15,776.95</u>
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12/31/2015
 Account No: EJSLGN-01M
 Statement No: 7710

Legal Advice

Fees

			Hours
12/09/2015	QS	Review opposing counsel response. Research. Discuss same with Attorney Barwell.	2.00
12/14/2015	QS	Review court's decision and other documents to prep for reply.	3.20
12/16/2015	QS	Discuss with Attorney Barwell strategy moving forward for response. Research piercing the corporate veil and summary judgment.	1.20
12/17/2015	QS	Continue research and begin drafting response.	6.20
12/18/2015	QS	Continue to draft reply in support of Motion for Summary Judgment.	3.00
	GPB	Begin drafting Reply to Plaintiffs Memorandum contra to Defendants motion for summary judgment.	2.80
12/21/2015	QS	Continue to work on brief.	2.00
12/22/2015	QS	Complete portion of reply in support and transmit to attorney Barwell for review. Draft declaration.	7.00
	GPB	Continue drafting Reply to Plaintiffs Memorandum contra to Defendants motion for summary judgment.	4.00
12/23/2015	EJW	Review and revise Reply Memorandum in Support of Motion for Summary Judgment. E-mail correspondence to Greg Barwell and Quinn Schmiege re: same.	2.40
	QS	Review and revise reply in support of Motion for Summary Judgment and finalize and file.	8.10
	GPB	Finish drafting Reply to Plaintiffs Memorandum contra to Defendants motion for summary judgment.	2.50

Luke Stratton

12/31/2015

Account No: EJSLGN-01M

Legal Advice

Statement No: 7710

For Current Services Rendered	Hours	
	44.40	8,706.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
E. Joel Wesp	2.40	\$255.00	\$612.00
Quinn Schmiege	32.70	175.00	5,722.50
Gregory P. Barwell	9.30	255.00	2,371.50

12/14/2015	QS	Client Credit/November/Stratton	-2,024.63
	QS	Client Credit/November/Stratton	-85.70
		Total Credits for Fees	-2,110.33

Expenses

12/07/2015	Lexis nексis research cost.	323.23
	Total Expenses	323.23
	Total Current Work	6,918.90
	Previous Balance	\$15,776.95

Payments

12/21/2015	Cost Payment/Rouse	-195.19
12/21/2015	Fee Payment/Rouse	-4,650.47
	Total Payments	-4,845.66
	Balance Due	\$17,850.19
	TOTAL BALANCE DUE	\$17,850.19

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01/31/2016
 Account No: EJSLGN-01M
 Statement No: 8028

Legal Advice

Fees

			Hours
01/20/2016	QS	Review opposing counsel memo in opposition to motion to strike. Discuss with Attorney Barwell. Begin drafting response.	5.80
01/21/2016	QS	Continue to work on response and discuss same with Attorney Barwell. Review and revise.	4.30
	GPB	Begin drafting Reply to Plaintiffs Memorandum contra to Defendants motion to Strike Expert Witness Myers	2.20
01/22/2016	QS	Finish revisions and transrnit same to Attorney Barwell. Review and revise. Finalize and file.	2.20
	GPB	Finish drafting Reply to Plaintiffs Memorandum contra to Defendants motion to Strike Expert Witness Myers	1.20
		For Current Services Rendered	15.70
			3,019.50

Recapitulation

Timekeeper	Hours	Rate	Total
Quinn Schmiege	12.30	\$175.00	\$2,152.50
Gregory P. Barwell	3.40	255.00	867.00

01/12/2016	GPB	Client Credit/Stratton/December	-2,176.50
01/13/2016	GPB	Credit Card Fee adjustment/Michailidis	-223.90
		Total Credits for Fees	-2,400.40

Expenses

01/13/2016	Lexis/Nexis	340.54
01/14/2016	Pacer Expense	22.60
01/18/2016	Deposition Transcript Fee	307.50
	Total Expenses	670.64
01/12/2016	Client Credit/Stratton/December	-80.81
		-80.81

Luke Stratton

01/31/2016

Account No: EJSLGN-01M

Statement No: 8028

Legal Advice

Total Current Work	1,208.93	
Previous Balance	\$17,850.19	
 <u>Payments</u>		
01/13/2016	Cost Payment /Michaillidia	-69.00
01/13/2016	Fee Payment /Michaillidis	-6,100.07
01/28/2016	Fee Payment /Rouse	-2,176.50
01/28/2016	Cost Payment /Rouse	-80.81
	Total Payments	<u>-8,426.38</u>
	Balance Due	\$10,632.74
	TOTAL BALANCE DUE	\$10,632.74